

Office of Thrift Supervision.

Date: _____

By: _____

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PART 575—MUTUAL HOLDING COMPANIES

Sec.

575.1 Scope.

575.2 Definitions.

575.3 Mutual holding company reorganizations.

575.4 Grounds for disapproval of reorganizations.

575.5 Membership rights.

575.6 Contents of Reorganization Plans.

575.7 Issuances of stock by savings association subsidiaries of mutual holding companies.

575.8 Contents of Stock Issuance Plans.

575.9 Charters and bylaws for mutual holding companies and their savings association subsidiaries.

575.10 Acquisition and disposition of savings associations, savings and loan holding companies, and other corporations by mutual holding companies.

575.11 Operating restrictions.

575.12 Conversion or liquidation of mutual holding companies.

575.13 Procedural requirements.

575.14 Subsidiary holding companies.

AUTHORITY: 12 U.S.C. 1462, 1462a, 1463, 1464, 1467a, 1828, 2901.

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§ 575.1 Scope.

(a) *Purpose.* The purpose of this part is to implement the mutual holding company provisions of the Savings and Loan Holding Company Act, 12 U.S.C. 1467a(o).

(b) *General.* Except as the OTS may otherwise determine, the provisions of this part shall exclusively govern the reorganization of mutual savings associations and any related stock issuances, and no mutual savings association shall reorganize to a mutual holding company or issue minority stock without the prior written approval of the OTS. The OTS may grant a waiver in writing from any requirement of this part for good cause shown.

[58 FR 44114, Aug. 19, 1993, as amended at 59 FR 61262, Nov. 30, 1994]

§ 575.2 Definitions.

As used in this part, the following definitions apply, unless specified elsewhere in this part:

(a) The terms *associate* and *tax-qualified employee stock benefit plan* have the meanings set forth in 12 CFR 563b.2.

(b) The terms *acting in concert*, *affiliate*, *company*, *person*, and *savings association* have the meanings set forth in § 574.2 of this chapter.

(c) The term *acquiree association* means any savings association, other than a resulting association, that:

(1) Is acquired by a mutual holding company as part of, and concurrently with, a mutual holding company reorganization; and

(2) Is in the mutual form immediately prior to such acquisition.

(d) The term *control* has the same meaning as specified in § 574.4 of this chapter.

(e) The term *default* means any adjudication or other official determination of a court of competent jurisdiction or other public authority pursuant to which a conservator, receiver, or other legal custodian is appointed for a mutual holding company or savings association subsidiary of a mutual holding company.

(f) The term *insider* means any officer or director of a company or of any affiliate of such company, and any person acting in concert with any such officer or director.

(g) The term *member* means any depositor or borrower of a mutual savings association that is entitled, under the charter of the savings association, to vote on matters affecting the association, and any depositor or borrower of a savings association subsidiary of a mutual holding company that is entitled, under the charter of the mutual holding company, to vote on matters affecting the mutual holding company.

(h) The term *mutual holding company* means a mutual holding company organized under this part, and unless otherwise indicated, a subsidiary holding company controlled by a mutual holding company, organized under this part.

(i) The term *parent* has the same meaning as the term *parent company* specified at § 583.15 of this chapter.